

SKIERSKI JAIN PLLC
400 N. St. Paul, Suite 510
Dallas, TX 75201
Telephone: (214) 446-0330
Facsimile: (214) 446-0322
enotices@skijain.com
Doug Skierski
Kristin H. Jain

**ATTORNEYS FOR QUEST RESOURCE
MANAGEMENT GROUP, LLC**

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
IN RE: § Case No. 18-23538 -RDD
§
Sears Holdings Corporation, et al., § (Jointly Administration Requested)
§
Debtors. §
-----X

QUEST RESOURCE'S LIMITED OBJECTION TO NOTICE OF CURE COSTS

NOW COMES Quest Resource Management Group LLC ("Quest") and files this *Limited Objection to Notice of Cure Costs*. In support of its Limited Objection, Quest would show as follows:

1. Quest is a vendor to one or more of the Debtors, primarily providing services to the Debtors' auto centers by picking up from the auto centers used motor oil, coolant and the like.
2. As of the Petition Date, Quest was owed \$3,950.50 by Debtor Innovel Solutions, Inc., and \$615,987.47 by Debtor Sears Holding Corporation (together, the "Claims"). Quest has filed proofs of claim for both of these amounts in the relevant cases. Each proof of claim included back-up documentation substantiating the Claims.

3. In their *Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction* [Dckt.

No. 1731] (the “Notice”), Debtors propose to assume the contract pursuant to which the Claims accumulated (the “Contract”).¹

4. In the Notice, the Contract is included at line 5719. The proposed cure amount is \$555,584. The cure amount falls short of the Claim amount by \$64,343.97. There is no explanation given for this reduction.

5. The Notice further recites that any amount not included in the proposed cure amount will be waived. Quest continues to do business with the Debtor post-Petition. While it is generally being paid current, Quest wishes to clarify that the cure amount is not intended to include, and Quest does not waive, any amounts that are owed to it by the Debtors post-Petition.

6. Quest does not object generally to the relief requested, that is, the assumption of and assignment of its Contract. Quest objects only to the unjustified reduction of its cure amount and object if the cure amount is intended to affect the amounts owed to Quest for goods and services provided post-petition.

DATED: February 1, 2019

Respectfully submitted,

/s/ Douglas D. Skierski
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Dallas, TX 75201
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Kristin H. Jain

Attorneys for Quest Resource Management Group, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 1st day of February 2019, a true and correct copy of the foregoing was served via ECF filing system of the United States Bankruptcy Court for the Southern District of New York on all parties receiving notice in the case.

/s/Douglas D. Skierski
Douglas D. Skierski